

SPECIAL PROXY OF SHAREHOLDER

FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF THE COMPANY S.C. TRANSGEX S.A.

The undersigned, _____ (to be filled in with the legal name of the legal person shareholder), having its registered office at _____, registered with the Trade Register fiscal code, legally represented by _____ (to be filled in with the first name and last name of the legal representative of the legal person shareholder, as these are provided in the documents attesting the legal representative capacity)

holder of a number of _____ shares issued by S.C. TRANSGEX SA, registered with the Trade Register Office (ORC) under number **J05/843/2000**, CUI **RO202255**, that entitle me to _____ voting rights at Extraordinary General Meeting of Shareholders, of the total number of 5324562 shares / voting rights, representing _____% of the total amount of **5324562** voting rights,

Hereby authorize**Mr./Mrs.** _____*(Surname, first name of the representative - the one who is given the special proxy),*

residing in _____,

(Adress of the authorized representative chosen by the stocks and shares holder)

identified with Identity Card/pasaport series _____ number _____, issued on _____, by _____, and CNP (Personal Identification Number)

or

_____ (to be filled in with the legal name of the appointed legal person being granted this power of attorney), having its registered office at _____, registered with the Trade Register _____, fiscal code _____, legally represented by _____ (to be filled in with the first name and last name of the legal representative), identified with identity card/passport series ____, no. _____, issued by _____, on _____, personal identification number _____ domiciled _____

to attend and vote for me and on my behalf at the Company's Extraordinary General Meeting of Shareholders Transgex to be held on **19.01.2022**, at 1:00 p.m. (Romania time), at the company's headquarters in Oradea, V. Alecsandri st., no.2 , Bihor county, or on **20.01.2022**, at 1:00 p.m. (Romania time)., date of the second meeting in case the first meeting will not be held, to sign on my behalf wherever needed for carrying out this Proxy, his signature, granted within the limits of this Proxy being binding upon me, in respect of the Agenda and of my shares held and registered with the Shareholders' Registry on **09.01.2022** (Reference Date) as indicated below:

Agenda	For	Against	Abstention
1. Ratification of the Decision of the Board of Directors no. registration 6959/18 11 2021, based on which it was approved: the conclusion of a bilateral promise of sale and purchase in order to capitalize by selling the property, the property of Transgex SA,			

located in place. Livada de Bihor, com. Nojorid, jud. Bihor, in a total area of 50,000 sqm composed of: urban land with an area of 34,307 sqm, with a greenhouse with s.c. of 10,080 sqm, registered in CF 50374 Nojorid, no. cadastral 50374, 50374-c1, respectively with an area of 15,693 sqm registered in CF 51992 Nojorid, no. cadastral 51992, 51992 -c1, with a vegetable greenhouse with sc. 11727 sqm, respectively of the fixed assets related to the greenhouses for their operation.

The sale will be made to the buyer of the company WEST CAPITAL SRL registered at J40 / 8481/2021, CUI 44266609, head office in Bucharest, Charles de Gaulle Square, 011857, no. 15, 3rd floor, office 321Register12, sector 1.

The total sale price negotiated between the parties (based on the Valuation Report prepared by the authorized appraiser ANEVAR HAIER Magdolna) is 2,225,000 lei (two million two hundred and twenty-five per cent) to which VAT is added in the quota provided by law / as the case may be, the reverse charge regime applies . Payment will be made by bank transfer, on the date of concluding / signing the authentic CVC, the date on which it will operate and the transfer of ownership. At the date of concluding the promise of sale and purchase, the possession of the real estate is transferred.

2. Approval of the sale to the company WEST CAPITAL SRL J40 / 8481/2021, of the building owned by the company described in point 1 above, respectively of the fixed assets related to the greenhouses for their operation, in the terms and conditions established in the sale-purchase promise.

3. Approval of the allocation of the amount of 1,327,705 euros, the amount that does not include VAT for the co-financing project "Increasing the production of thermal energy for consumers in the tourist area of Tășnad": Call 2.1: "Increased capacity to provide renewable energy" - Geothermal , Area of interest: Renewable Energy Innovation Norway and the authorization of the General Manager Mr. Sferle Miron to sign in the name and on behalf of the Company all the documents necessary for the fulfillment of the decided ones, including the financing contract etc .. Mr. Sferle Miron can mandate another person.

4. The mandate of the General Manager of TRANSGEX S.A., Mr. Sferle Miron, that in the name and on behalf of the company to carry out the procedures regarding the sale of the real estate, respectively the negotiation of the price, the signing and conclusion of the sale promise / authentic sale contract, additional documents relations with the competent authorities (notary, bank, other public or private entities). At the same time, the General Manager is mandated to sign on behalf of the shareholders the EGMS decisions, to fulfill all the necessary formalities related to the EGMS decisions in the relations with the competent authorities (ORC, ASF, BVB, Depozitarul Central S.A., other public or private entities). Mister. Sferle Miron can mandate another person.

5. Approval of the date of 11.02.2022 as the registration date, in accordance with the legal provisions in force, for the identification of the shareholders affected by the EGMS decision and the date of 10.02.2022 as ex date - the date prior to the registration date with a cycle settlement minus one working day, from which the financial instruments subject to the decisions of the corporate bodies are traded without the rights deriving from the respective decision.

This proxy was concluded in 3 (three) original copies, of which a copy of the special proxy should be submitted / sent until **16.01.2022**, at 1:00 p.m. (Romania time) at the headquarters of TRANSGEX SA, under penalty of losing the exercise of voting rights by proxy at the general meeting, according to the law.

Date: _____

Signature: _____ (to be filled in with the signature of the legal representative of the legal person shareholder and to be stamped)

Legal name of the legal person shareholder: _____

First and last name of the legal representative: _____ (the first and last name of the legal representative, legible, in capital letters)

Note:

Shall be marked a cross (X) in the box corresponding to the vote choice.